

Chicago and North Western
Transportation Company



1-198A001

July 15, 1991

One North Western Center
Chicago, Illinois 60606

Office of the Secretary
312-559-6156

File No: A-12923
(A-418)

Mr. Sidney Strickland, Jr.
Secretary
Interstate Commerce Commission
Washington, DC 20423

17440
JUL 17 1991 -9 40 AM
INTERSTATE COMMERCE COMMISSION

Dear Mr. Strickland:

Pursuant to Section 11303 of the Interstate Commerce Act, attached for recordation are counterparts of Bill of Sale dated December 3, 1990 covering the sale of 85 covered hopper railcars described in Schedule A attached to the Bill of Sale by Chrysler Rail Transportation Company to Chicago and North Western Transportation Company.

The names and addresses of the parties to the transaction are as follows:

1. ^BChicago and North Western Transportation Company, One North Western Center, Chicago, Illinois 60606.
2. ^SChrysler Rail Transportation Company, 300 Knightsbridge Parkway, Suite 320, Lincolnshire, IL.

Enclosed is our check for \$15.00 to cover the recording fee. Please assign a recordation number, retain one counterpart for your files, and return the remaining counterparts each showing recordation data to me.

Sincerely,

K. A. Dombrowski

K. A. Dombrowski
Assistant Secretary

Enclosures

cc: R. R. DeWitt
R. C. Gancarz
M. H. Shumate
J. E. Voldseth
K. D. Tucker
Arthur Anderson & Co. (Joe Adams)

csd3/3

Counterparts - S. P. Adams

Interstate Commerce Commission

Washington, D.C. 20423

7/17/91

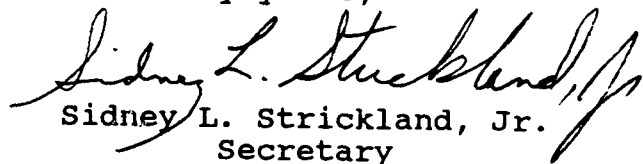
OFFICE OF THE SECRETARY

K. A. Dombrowski-Assistant
Secretary
Chicago and Northwestern Transportation
Company
One Northwestern Center
Chicago, Illinois 60606

Dear Sirs:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 7/17/91, at 9:40AM, and assigned recordation number(s) 17440.

Sincerely yours,


Sidney L. Strickland, Jr.
Secretary

~~2440~~

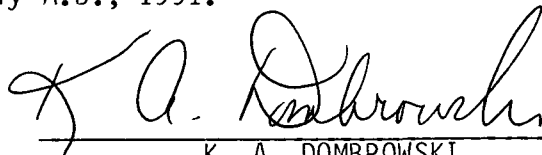
JUL 17 1991 -9 40 AM

I, K. A. DOMBROWSKI, HEREBY CERTIFY that I am a ~~INTERSTATE COMMERCE COMMISSION~~ duly elected ASSISTANT SECRETARY of CHICAGO AND NORTH WESTERN TRANSPORTATION COMPANY and custodian of the records, files and corporate seal of said Company.

I FURTHER CERTIFY that the annexed and foregoing is a full, true and correct copy of a Bill of Sale dated December 3, 1990 contained in the files of said Company covering 85 AAR Type C112, 100-ton, 2931 cubic foot capacity covered hopper railcars purchased from Chrysler Rail Transportation Company by the Chicago and North Western Transportation Company.

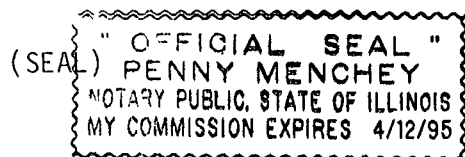
WITNESS my signature and the corporate seal of said Chicago and North Western Transportation Company this 12th day of July A.D., 1991.

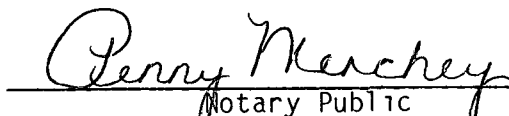



K. A. DOMBROWSKI
Assistant Secretary

STATE OF ILLINOIS)
)
COUNTY OF COOK)

On this 12th day of July, 1991, before me, personally appeared K. A. DOMBROWSKI, to me known to be the person described in and who executed the foregoing instrument and she acknowledged that she executed the same as her free act and deed.




Notary Public

RECORDED NO 17440 FILED 1425

JUL 17 1991 -9 40 AM

INTERSTATE COMMERCE COMMISSION

CHRYSLER RAIL TRANSPORTATION CORPORATION
BILL OF SALE

CHRYSLER RAIL TRANSPORTATION CORPORATION, A Delaware Corporation, having a place of business at 300 Knightsbridge Parkway, Suite 320, Lincolnshire, IL, hereinafter called "Seller", for and in consideration of the sum of One hundred and fifty-three thousand dollars (\$153,000.00) paid by Chicago and North Western Transportation Company having a place of business at Chicago, IL hereinafter called "Buyer", the receipt of which is hereby acknowledged, hereby assigns, sells, sets over and transfers to Buyer, all its right, title, and interest in and to those articles and items of personal property described below, and/or in the Schedule "A", attached hereto and made a part hereof, all of such articles and items of personal property herein individually and in aggregate called "the Equipment".

DESCRIPTION OF EQUIPMENT: 85 (Eighty-Five) AAR TYPE C112, 100-Ton, 2931 Cubic Foot Capacity covered Hopper Railcar (for a more specific description see attached Schedule A).

EXCEPT AS HEREIN SPECIFICALLY PROVIDED SELLER HEREBY EXPRESSLY DISCLAIMS ANY AND ALL WARRANTIES, EXPRESS OR IMPLIED, AS TO THE CONDITION OF THE EQUIPMENT, ITS MERCHANTABILITY, OR ITS FITNESS FOR PURPOSE. THE EQUIPMENT IS SOLD "AS IS, WHERE IS".

Buyer agrees to hold harmless and indemnify Seller from and against any and all federal, state, municipal and local license fees, sales, use, transfer, excise, personal property and any and all taxes of any nature, and from and against any and all liabilities, obligations, losses, damages, penalties, claims, suits, and actions of any nature imposed upon, incurred by, or directed against Seller, including but not limited to personal injury, death, and property damage, suffered by any person(s) whatsoever levied on, on account of, or as a consequence of this sale, or the use, operation, possession or ownership of the Equipment from the date hereof:

Seller represents and warrants that it has good clear title to the Equipment free from any liens or encumbrances created by Seller (excluding liens or encumbrances by or for the benefit of Buyer) and that it has the right and authority to convey, sell, and assign the same to Buyer.

IN WITNESS WHEREOF, Seller has executed and delivered this BILL OF SALE on this 3 day of December, 1990.

CHRYSLER RAIL TRANSPORTATION CORPORATION, Seller

By: [Signature]

Title: President

Agreed and Accepted:

Chicago & North Western Transp. Co.
Buyer

By: John E. Voldsepp

Date: 12/3/90

Title: Vice President Finance

SCHEDULE A

DATE 21 APR 89 09:18:32 AD 111

As of March 31, 1989

LEASE NUMBER: FR 11

LESSEE: CHICAGO NORTHWESTERN RAILROAD

NUMBER OF UNITS: 85

MARK.	UNIT	MARK.	UNIT	MARK.	UNIT	MARK.	UNIT	MARK.	UNIT	MARK.	UNIT
CNW	435000	CNW	435001	CNW	435002	CNW	435003	CNW	435004	CNW	435005
CNW	435006	CNW	435007	CNW	435008	CNW	435009	CNW	435010	CNW	435011
CNW	435012	CNW	435013	CNW	435014	CNW	435015	CNW	435016	CNW	435017
CNW	435018	CNW	435019	CNW	435020	CNW	435021	CNW	435022	CNW	435023
CNW	435024	CNW	435025	CNW	435026	CNW	435027	CNW	435028	CNW	435029
CNW	435030	CNW	435031	CNW	435032	CNW	435033	CNW	435034	CNW	435035
CNW	435036	CNW	435037	CNW	435038	CNW	435039	CNW	435040	CNW	435041
CNW	435042	CNW	435043	CNW	435044	CNW	435045	CNW	435046	CNW	435047
CNW	435048	CNW	435049	CNW	435050	CNW	435051	CNW	435052	CNW	435053
CNW	435054	CNW	435055	CNW	435056	CNW	435057	CNW	435058	CNW	435059
CNW	435060	CNW	435061	CNW	435062	CNW	435063	CNW	435064	CNW	435065
CNW	435066	CNW	435067	CNW	435068	CNW	435069	CNW	435070	CNW	435071
CNW	435072	CNW	435073	CNW	435074	CNW	435075	CNW	435076	CNW	435077
CNW	435078	CNW	435079	CNW	435080	CNW	435081	CNW	435082	CNW	435083
CNW	435084										

..... END REPORT

